FCC 603

FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control



BYAL COMMENSCATIONS COMMISSIO

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Submitted 02/28/2002 at 08:41AM

File Number: 0000771485

1)	Application	Purpose:	Transfer	of	Contro	Į
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2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

File Number:

2b) File numbers of related pending applications currently on file with the FCC:

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

[5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

Transaction Information

(8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number	: L00124389	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0003265022	
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individual)	: Comcast Cable	evision of Meridian,	Inc.	
13) Attention To: Thomas R. Nathar	1			
14) P.O. Box:	And / Or	15) Street Addres	ss: 1500 Market Street	
16) City: Philadelphia		17) State: PA	18) Zip: 19102	
19) Telephone Number: (215)981- 75	35	20) FAX:		
21) E-Mail Address:				

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Hace.	American Indian or Alaska Native:	Asian:	Black or African-American: Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino;	Not Hispanic or Latino:		
Gender:	Female:	Male:		

Transferor information (for transfers of control only)

23a) Taxpayer Identification Number: L00217970		23b) SGIN: 000	23c) FCC Registration Number (FRN): 0006310726	
24) First Name (if individual): Mi:		Last Name:	Suffix:	
25) Entity Name (if not an individual): Comcast Corp	oration		
26) P.O. Box:	And / Or	27) Street Address: 1500 Market Street		
28) City: Philadelphia		29) State: PA	30) Zip: 19102	
31) Telephone Number: (215)981-7	535	32) FAX:		
33) E-Mail Address:				

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Renee	MI:	Last Name: Callahan	Suffix:	
35) Company Name: Lawler, Me	tzger & Milkman, LL	C		
36) P.O. Box:	And / Or	37) Street Address: 1909 K Street, NW, Suite 820		
38) City: Washington		39) State: DC	40) Zip: 20006	
41) Telephone Number: (202)77	7-7700	42) FAX:		
43) E-Mail Address:				

Assignee/Transferee Information

44) The Assignee is a(n): Corporati	on		
45a) Taxpayer Identification Numbe	r: L00465664	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than individ	dual): AT&T Come	cast Corporation	
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: Thomas R. Natha	n		
51) P.O. Box:	And / Or	52) Street Address: 1500 Market Street	
53) City: Philadelphia		54) State: PA	55) Zip: 1 9102
56) Telephone Number: (215)981-7	535	57) FAX:	
58) E-Mail Address:			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

ĮIVII.	Last Name: Callahan	Sumx:		
zger & Milkman, LL	C			
And / Or	62) Street Address: 1909 K Street, NW, Suite 820			
63) City: Washington		65) Zip: 20006		
66) Telephone Number: (202)777-7700		67) FAX:		
	And / Or	zger & Milkman, LLC And / Or 62) Street Address: 1909 K Stre 64) State: DC		

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Pacific Islander:	White:
•	Hispanic or Latino:	Not Hispanic or Latino:		
Gender:	Female:	Male:	•	

Assignor/Transferor Certification Statements

transferred until the consent of the	Federal Communications subject to streamlined no	norization will not be assigned or that on Commission has been given, or (2) the otification procedures for <i>pro forma</i> assest of Order, 13 FCC Rcd. 6293(1998).	at prior Commission consent is not	
incorporated by reference are mat	erial, are part of this applic	ade in this application and in the exhibi cation, and are true, complete, correct,		
[79] Typed or Printed Name of Pan	y Authorized to Sign	N		
First Name: Arthur	MI: R	Last Name: Block	Suffix:	
80) Title: Senior VIce President 8	k General Counsel		CONTRACTOR OF THE PROPERTY OF	
Signature: Arthur R Block		81) Date: 02/28/02		

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Arthur MI: R		Last Name: Block	Suffix:	
83) Title: Officer				
Signature: Arthur R Block		84) Date: 02/28/02		
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCT PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).				

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	 88) Path Number 89) Lower or Center (Microwave only) Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
KFM892	AL			Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Ye	ar 1 Gross Revenues	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
- 1	(current)	real 2 Gloss Nevellues	Teal 3 Gloss Reveilues	I Utal Assets.
, I ,				

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small **Business Consortium**

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared? No If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/19/02	Incorporation of Public Interest Statement	0177284435473257706313475.pdf

ATTACHMENTS TO APPLICATION

The attachment to this application is identical to that included with the concurrently-filed lead application for this transaction, an FCC Form 603 requesting Commission consent to the transfer of control of Comcast Cable Investors, Inc., licensee of WSB400, from Comcast Corporation to AT&T Comcast Corporation (file no. 0000-7690-54). This attachment is incorporated herein by reference.

FEDERAL COMMUNICATIONS COMMISSION WASHINGTON, D.C. 20554

Approved by OMB FCC/MELLON FEB 2 8 2002 3060-0055

APPLICATION FOR CABLE TELEVISION RELAY SERVICE STATION AUTHORIZATION

		SUHE	DULE A		Page 1 of _4_
1.(a) Application for:	License		Renewal		Assignment of License
(Check only one box)			Reinstatem	ent	X Transfer of Control
					Amendment of Applica
(b) Does this application re	efer to an existing station	on?	X YES [NO If "Y	ES," give call sign See Ex.
	a modification of a lice ete explanation of the i			x(es) for the ap	propriate description(s). Atta
Add Channel(s)	Change Transmit Site		Add Receive S	ite(s)	Change Antenna System
Delete Channel(s)	Change Operating Po	wer 🗌	Delete Receive	Site(s)	Change Height of Antenna Structure
Change Transmitter			Change Receiv	/e Site(s)	Change Height of Antenna
Other (Specify)				,	
2.(a) Indicate the name, mailing ad	dress, and telephone number	of the applican	t.		
LEGAL NAME OF APPLICANT	(If person, list last name first)				
AT&T Comcast Corp			<u> </u>		
ASSUMED NAME USED FOR D	OING BUSINESS (If any)				·
MAILING STREET ADDRESS C 1500 Market Street	R P.O. BOX			· /	
CITY		STATE	ZIP CODE	AREA CODE	TELEPHONE NO.
<u>Philadelphia</u>		PA	19102	215	665-1700
(b) Indicate Internal Revenue Se If the applicant has no E.I. No	rvice Employer Identification (I umber, use Social Security Nu		sed by the applicant		E.I. NO. (OR SOC. SEC. NO.) 27-0000798
(c) Indicate the name, mailing ac	Idress, and telephone number	of person to c	ontact, if other than	applicant.	
NAME OF CONTACT PERSON Thomas R. Nathan,					
CONTINUE NAME HERE IF NE	EDED				
FIRM OR COMPANY NAME					
AT&T Comcast Corp	oration				
MAILING STREET ADDRESS OF 1500 Market Street	OR P.O. BOX				
CITY		STATE	ZIP CODE	AREA CODE	TELEPHONE NO.
Philadelphia Phila		PA	19102	215	981-7535
Attach as Exhibit A-2 the nar if any.	me, mailing address, and telep	hone number (of each additional pe	erson who should be	contacted,
(d) Indicate the address where t	he station's records will be ma	intained.			
STREET ADDRESS					
On File - No Change	<u> </u>	STATE	ZIP CODE		
		!	1		

Page 2 of	
	YES NO
3.(a) Will the applicant provide program material to cable television systems other than those which the applicant owns or operates?	
Record on File	
If "YES," attach as Exhibit A-3 a copy of a written contract specifying that service will be provided on a non-profit, cost-sharing basis; or a copy of a written statement specifying that service will be provided without charge.	
(b) Will the applicant control the station equipment?	X
(c) Will the applicant have unlimited access to the equipment?	X
(d) Will effective measures be taken to prevent use of the equipment by unauthorized persons?	X
(e) Has the applicant or any controlling party to this application had any FCC station license, permit, or authorization revoked?	l x
If "YES," attach as Exhibit A-4 a statement identifying the license, permit, or authorization revoked and the circumstances relevant to the revocation.	
4. Attach as Exhibit A-5 a statement showing that the applicant is eligible, pursuant to Part 78 of the Rules, to be a licensee.	
 Attach as Exhibit A-6 a map or drawing of appropriate detail showing the complete proposed relay system including points 	
of interconnection, if any, with other cable television relay stations, common carrier stations, and/or other stations. The may or drawing should show the following:	
(a) Direction of true north;	
(b) Location of transmitting site(s), the location of any intermediate relay station(s), passive repeater(s), and terminal receiving point(s);	
(c) Call sign(s) and licensee(s) of any station(s) to which applicant's proposed station will be interconnected;	
(d) Every path number for the station for which this application is filed.	
 For a new station, new receive site, or change in azimuth, transmit antenna, power (increase only), or frequency of an existing station, attach as Exhibit A-7 a statement or showing detailing the results of a frequency coordination study 	
performed pursuant to Section 78.36 of the FCC Rules by a technically qualified person or entity (e.g. local coordinating committees, frequency engineering firms, etc.).	
7. Is the applicant, or any of its partners, members, or owners, a foreign government or the representative thereof?	X
CERTIFICATION	
All the extension made in the smallestree and all the destrictions are constituted and the extension and all the extensions	ita ana a matantai
All the statements made in the application and attached exhibits are considered material representations, and all the exhibit part hereof and are incorporated herein as if set out in full in the application.	ns are a material
The applicant certifies that he has a current copy of the Commission's Rules governing the Cable Television Relay Service	e (CARS).
The applicant waives any claim to the use of any particular frequency as against the regulatory power of the United States previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.	
	•
I CERTIFY that the statements in this application SIGNATURE	DATE
are true, complete, and correct to the best of my knowledge and belief and are made in good faith.	2/22/2
WILLFUL FALSE STATEMENTS MADE ON PRINT FULL NAME THIS FORM ARE PUNISHABLE BY FINE	<u> </u>
AND IMPRISONMENT. U.S. CODE, TITLE 18, SECTION 1001. Arthur R. Block	
(Check appropriate classification)	
INDIVIDUAL MEMBER OF X OFFICER OF APPLICANT OFFICER OF APPLICANT APPLICANT CORPORATION ASSOCIATION PARTNERSHIP	OFFICIAL OF APPLICAN GOVERNMENTAL ENTI
1/0/11/20/11	

APPLICATION FOR CABLE TELEVISION RELAY SERVICE STATION AUTHORIZATION

SCHEDULE B. Control and Ownership Information (The information submitted in this schedule should enable the Commission to identify all entities which either directly or indirectly control the applicant.)

SECTION I. Control and Ownership

1. The following information must be provided for the applicant; for each member or partner, if the applicant is an unincorporated association or partnership; and for each cable television owner or operator, if the applicant is a cooperative enterprise wholly owned by cable television owners or operators. Indicate the legal name; the type of entity (1 = Individual, 2 = Partnership, 3 = Corporation, 4 = Unincorporated Association, or 5 = Governmental Entity); and the Internal Revenue Service Employer Identification (E.I.) Number used by the entity (if the entity has no E.I. Number, use Social Security Number). If the entity is a nongovernmental corporation, indicate the state under whose laws the corporation is organized.

	ATOT Composed Composedion								
Ĺ	AT&T Comcast Corporation Ontinue Name HERE IF NEEDED	ENTITY	>	3		E.I. NO. (or Soc. Sec. No.) 27-0000798	STATE OF INCORPO- RATION	>	PA
In	dicate applicant's members; partners; or owners (if a cooperative enterprise).								
Į	EGAL NAME (If person, list lest name first)								
6	CONTINUE NAME HERE IF NEEDED	ENTITY	>			E.I. NO. (or Soc. Sec. No.)	STATE OF INCORPO- RATION	> 2	
ſ	EGAL NAME (If person, list last name first)								
7	CONTINUE NAME HERE IF NEEDED	ENTITY	>			E.I. NO. (or Soc. Sec. No.)	STATE OF INCORPO- RATION	•	
Γ	EGAL NAME (# person, list last name first)								
Ţ	CONTINUE NAME HERE IF NEEDED	ENTITY	>	Τ		E.I. NO. (or Soc. Sec. No.)	STATE OF INCORPO- RATION	>	
				_					YES
	- 44 B A								
3. H	s the applicant a cooperative enterprise wholly owned by cable las the above-named applicant filed FCC Form 325 indicating adirectly control the applicant?					<u> </u>		·	
B. F	las the above-named applicant filed FCC Form 325 Indicating			hich		<u> </u>		•	
i. F	las the above-named applicant filed FCC Form 325 indicating ndirectly control the applicant?	all entitie	s wh	N.	eith	er directly or controlling members			
3. F ii 1	las the above-named applicant filed FCC Form 325 indicating indirectly control the applicant? f "YES," no further items in this section need be answered. f the applicant is an unincorporated association or partnership or partners filed FCC Form(s) 325 indicating all entities which or	all entitie	s wh	N.	A ant's	er directly or controlling members		-	

ė.	4 of 4					·		_	
					-			YES	N
	If the answer to item 2 is "YES," have the controlling filed FCC Form(s) 325 indicating all entities which eliowners or operators?	owners o	or operat tly or inc	ors of the coop irectly control	erative enterpr such controllin	ise g			
				N//	4				
	If "YES," attach as Exhibit B-3 a statement explaining no further items in this section need be answered.	ng which	owners o	er operators co	ntrol the applic	ant;			
	If the applicant does not answer "YES" to item 3, 4,	or 5:						Telinde armana	princip.
	Attach as Exhibit B-4 the information requested of the directly or indirectly controls the applicant. In addition "family tree" showing the direct or indirect control of entity or entities. The final controlling entity or entities.	n, attach the appli	as Exhit cant, to a	it B-5 a detaile ind including th	d diagram of the final controll	he			
		EXA	AMPLE						
	If the applicant is controlled by Partnership Alpha (E.I. No. 120101234) which in turn is controlled by Corporation Beta (E.I. No. 134671234) and by Mr. D	100			E.I. No. 474389210 E.I. No. 13467123	☱	Ms. Thei]
	(who has no E.I. No., but Social Security No. 13478 and finally Mr. Cay (E.I. No. 474389210) and Ms. Th (who has no E.I. No. and has elected not to provide	1234); eta her		L		E.I. No. 1201	01234	51234	J
	Social Security No.) control Corporation Beta, the di- would be depicted as shown on the right:	agram			L *Fir	APPLICAL nal controlling			
lr	or Social Security No. is given. Also, Indicate the final control ECTION II. Assignment of Authorization or Transfer of dicate the name, mailing address, and telephone num	of Contro	l	30 .					_
	EGAL NAME OF APPLICANT (If person, list name first.)								
•	ONTINUE NAME HERE IF NEEDED								
,	SSUMED NAME USED FOR DOING BUSINESS (If any)	·		··		·			
	aling street address or p.o. box 1500 Market Street						·		
	my Philadelphia		STATE PA	ZIP CODE 19102	AREA CODE 215	1665-17			
	ommission authorization is hereby requested for: (Cl	heck only			1210	1000 11			
_	Assignment of CARS license.	-		•					
_				,					
	tached as Exhibit B-6 is a statement describing the pansfer of control shall not be completed or become e								
_	WILLFUL FALSE STATEMENTS MADE ON THIS	Signat	71	R	Zasta		Date 2/21		
	FORM ARE PUNISHABLE BY FINE & IMPRISONMENT. U.S. CODE, TITLE 18, SECTION 1001.	B	FULL NA	ME	749 44		<u> </u>	497	<u>-</u>
_	Check appropriate classification.)	Thon	nas R.	Nathan					
١,		Officer	Annlinasi	□ ~#	nor of Anniloson		Official of Amelia	ant.	
_	Individual Member of Applicant Applicant Partnership	Officer of a Corporation			cer of Applicant lociation	L	Official of Applic Governmental E		
_									٠

FCC Form 327

Exhibit A-1

List of CARS Licenses to be Transferred from Comcast Corporation to AT&T Comcast Corporation

		PE TREET		
Comcast Cablevision Corporation of	Dover, NJ	0004-1443-58	WGZ-467	11/1/2002
California	Manahawkin, NJ	0004-1443-58	WGZ-468	11/1/2002
	Los Alamos, NM	0004-1443-58	WLY-731	8/1/2005
Comcast Cablevision of Alabama, Inc.	Mobile, AL	0003-2517-17	KD-55012	10/1/2003
Comcast Cablevision of Arizona, Inc.	Pima, AZ	0001-6048-18	WHZ-572	5/1/2002
Comcast Cablevision of Central	Trenton, NJ	0001-8047-72	WGK-587	7/1/2003
New Jersey, Inc.	East Windsor, NJ	0001-8047-72	WGZ-416	4/1/2002
Comcast Cablevision of Detroit	Detroit, MI	0002-7505-37	WHZ-473	9/1/2006
Comcast Cablevision of Eastern	Thoreau, NM	0004-5468-42	WGV-980	9/1/2005
Shore, Inc.	Near Berlin, MD	0004-5468-42	WSV-48	2/1/2006
Comcast Cablevision of Garden State, L.P.	Springfield, NJ	0003-2551-71	WGZ-295	9/1/2006
Comcast Cablevision of Huntsville,	Morgan City, AL	0003-2517-33	WAK-823	5/1/2005
Inc.	Huntsville, AL	0003-2517-33	WBG-892	2/1/2005
Comcast Cablevision of Lompoc, LLC	Broadcast Peak, CA	0003-4714-63	WCH-466	4/1/2002
Comcast Cablevision of Maryland, Inc.	Prince Frederick, MD	0001-6053-69	WHZ-355	10/1/2006
Comcast Cablevision of Michigan,	Near New Baltimore, MI	0005-7688-58	WGZ-398	3/1/2002
LLC	Algonac, MI	0005-7688-58	WHZ-919	10/1/2004
Comcast Cablevision of New Jersey,	Woodbridge, NJ	0003-3061-31	KB-60126	5/1/2003
Inc.	Verona, NJ	0003-3061-31	KC-7712	7/1/2003
	Union, NJ	0003-3061-31	WBM-749	6/1/2002
Comcast Cablevision of New	Reading, PA	0004-5319-19	KD-55010	10/1/2002
Mexico/Pennsylvania, Inc.	Twin Buttes, NM	0004-5319-19	WHZ-704	5/1/2003
	Las Cruces, NM	0004-5319-19	WIZ-51	11/1/2005
Comcast Cablevision of New Mexico, Inc.	Albuquerque, NM	0001-6220-67	WLY-298	6/1/2006
Comcast Cablevision of Santa	Santa Maria, CA	0003-4715-70	KHS-76	5/1/2005
Maria, LLC	Santa Maria, CA	0003-4715-70	WHZ-741	7/1/2003
Comcast Cablevision of South Jersey, Inc.	Milmay, NJ	0003-2522-10	KD-55013	7/1/2004
Comcast Cablevision of Southeast	New Holland, PA	0003-2641-32	KD-55014	7/1/2004
Pennsylvania, Inc.	Harrisburg, PA	0003-2641-32	KD-55015	7/1/2004
	Cedar Knoll, PA	0003-2641-32	KD-55016	7/1/2004
Comcast Cablevision of Taylor, Inc.	Taylor, MI	0002-7608-74	WHZ-792	12/1/2003
Comcast Cablevision of the District, LLC	Washington, DC	0006-1096-23	WHZ-681	2/1/2003
Comcast Cablevision of the South	Rome, GA	0006-1321-95	KD-55000	9/1/2003
	Summerville, GA	0006-1321-95	WAJ-769	6/1/2002
	Lafayette, GA	0006-1321-95	WAN-950	6/1/2002
	Lookout Mtn., TN	0006-1321-95	WAP-522	6/1/2002
	Glade Springs, VA	0006-1321-95	WGV-594	6/1/2004
	Sharps Ridge, TN	0006-1321-95	WHZ-719	6/1/2003

Comcast Cablevision of the South,	Naples, FL	0002-2106-64	KD-55006	8/1/2006
Inc.	Lodi Twp., MI	0002-2106-64	WGZ-255	7/1/2006
	Commerce Twp., MI	0002-2106-64	WHZ-798	12/1/2003
	Manahawkin, NJ	0002-2106-64	WMC-693	1/1/2004
	Chatsworth, NJ	0002-2106-64	WHZ-431	6/1/2006
	Pontiac, MI	0002-2106-64	WHZ-799	12/1/2003
Comcast Cablevision of Virginia, Inc.	Mars Sugarloaf Hill, VA	0001-6067-71	WLY-264	2/1/2006
Comcast Cablevision of Wildwood,	Wildwood, NJ	0004-5008-49	WGF-91	2/1/2006
Inc.	Middle Twp., NJ	0004-5008-49	WGF-92	2/1/2006
	Weymouth Twp., NJ	0004-5008-49	WGI-21	2/1/2006
	Vineland, NJ	0004-5008-49	WHU-32	2/1/2006
Comcast Rapid, LLC	Burrville, TN	0004-4345-10	WHZ-875	6/1/2004
	Wartburg, TN	0004-4345-10	WLY-227	9/1/2005
Comeast SCH Holdings, Inc.	Leesburg, FL	0003-0186-29	WLY-373	8/1/2002

EXHIBIT A-2

Schedule A, Item 2(c)

In addition to the contact person shown in response to item 2(c) on Page 1, copies of the correspondence and records relating to the CARS facilities on Exhibit A-1 should be directed to:

A. Renee Callahan Lawler Metzger & Milkman, LLC 1909 K Street, NW Suite 820 Washington, DC 20006 (202) 777-7700

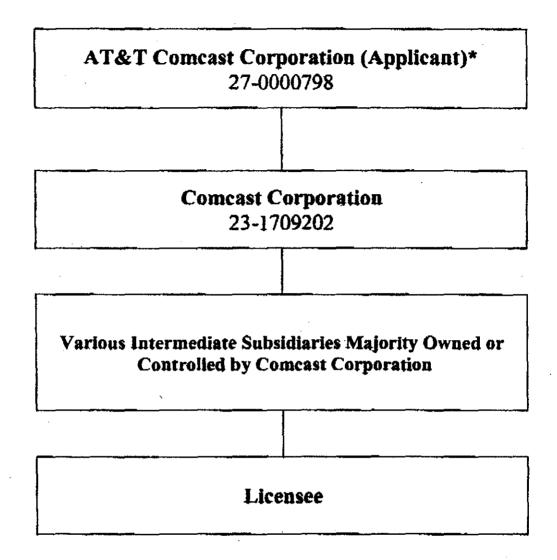
Betsy J. Brady AT&T 1120 20th Street, N.W. Suite 1000 Washington, D.C. 20036 (202) 457-3810

Steven J. Horvitz Cole, Raywid & Braverman, LLP 1919 Pennsylvania Avenue, N.W. Suite 200 Washington, DC 20006 (202) 659-9750

EXHIBIT A-5 FCC FORM 327 SCHEDULE A, ITEM 4

Section 78.13(a) of the Commission's rules states that an owner or operator of a cable television system is eligible to hold a Cable Television Relay Station ("CARS") license. The current licensee uses the subject CARS facilities in connection with its cable television operations and will continue to do so following completion of this transaction. Since control of the licensee is being transferred to AT&T Comcast Corporation, that company will be eligible in CARS service.

Exhibit B-4 and B-5 Ownership Structure After Transfer of Control



^{*}See accompanying description of transaction.

EXHIBIT B-6

Schedule B, Section II

ATTACHED

APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS FOR TRANSFER OF CONTROL OR ASSIGNMENT FCC 312 MAIN FORM FOR OFFICIAL USE ONLY

FCC Use Only

2APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

TGC, Inc. (E940479)

1-8. Legal Name of Applicant

Name:

AT&T Comcast Corporation

Phone Number:

2159817535

DBA

Fax Number:

2156407050

Name:

Street:

1500 Market Street

E-Mail:

Tom_Nathan@comcast.com

City:

Philadelphia

State:

PA

Country:

USA

Zipcode:

19102

Attention: Thomas R Nathan

9-16. Name of Contact Representative (If other than applicant)

A. Renee Callahan Name:

Phone Number:

202-777-7700

Company: Lawler, Metzger & Milkman, LLC Fax Number:

202-777-7763

Street:

1909 K Street, N.W.

E-Mail:

rcallahan@lmm-law.com

Suite 820

City:

Washington

State:

DC

Country:

USA

Zipcode:

20006-

Contact Title:

Attorney

Relationship:

Legal Counsel

CLASSIFICATION OF FILING

al. Earth Station a2. Space Station

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

(N/A) b1. Application for License of New Station

(N/A) b2. Application for Registration of New Domestic Receive-Only Station

(N/A) b3. Amendment to a Pending Application

(N/A) b4. Modification of License or Registration

6 b5. Assignment of License or Registration

6 b6. Transfer of Control of License or Registration

(N/A) b7. Notification of Minor Modification

(N/A) b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite

(N/A) b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States

(N/A) b10. Other (Please specify)

17c. Is a fee submitted with this application of the submitted with the submitted wit	159. If No, indicate reason for fee exemption	n (see 47 C.F.R.Section 1.1114).
17d. Fee Classification A CNX – Fixed Satellit Station Fee Classification B	e Transmit/Receive Earth Quantity 1 Quantity	
18. If this filing is in reference to an existing station, enter: (a) Call sign of station: Not Applicable	19. If this filing is an amendment to a pendir (a) Date pending application was filed: Not Applicable	ng application enter: (b) File number of pending application: Not Applicable

TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provi	de or use the following type(s) of service(s): Select all that apply:
a. Fixed Satellite	
b. Mobile Satellite	
c. Radiodetermination Satellite	
d. Earth Exploration Satellite	
e. Direct to Home Fixed Satellite	
f. Digital Audio Radio Service	
g. Other (please specify)	
•	
21. STATUS: Choose the button next to the applicable status. Choose	22. If earth station applicant, check all that apply.
only one.	Using U.S. licensed satellites
Common Carrier Non-Common Carrier	Using Non-U.S. licensed satellites
••	service, see instructions regarding Sec. 214 filings. Choose one. Are these
facilities:	to a Divisio Canitalia d Naturanie NT/A
Connected to a Public Switched Network Not connected	to a Pholic Swhiched Network O N/A
24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all ap	plicable frequency band(s).
a. C-Band (4/6 GHz) b. Ku-Band (12/14 GHz)	
c.Other (Please specify upper and lower frequencies in MHz.)	
Frequency Lower: Frequency Upper:	

TYPE OF STATION

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.
a. Fixed Earth Station
o b. Temporary-Fixed Earth Station
o c. 12/14 GHz VSAT Network
od. Mobile Earth Station
e. Geostationary Space Station
f. Non-Geostationary Space Station
g. Other (please specify)
26. TYPE OF EARTH STATION FACILITY: Choose only one.
Transmit/Receive Transmit-Only Receive-Only N/A
PURPOSE OF MODIFICATION
27. The purpose of this proposed modification is to: (Place an "X" in the box(es) next to all that apply.)
Not Applicable

ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.	0	Yes	⊙ ¹	No _.		٠
ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aerona aeronautical fixed radio station services are not required to respond to Items 30–34.	utica	al en	rout	e or		
29. Is the applicant a foreign government or the representative of any foreign government?	C	Yes	0	No (O N/	A
30. Is the applicant an alien or the representative of an alien?	0	O Y N/A	'es	0	No	
31. Is the applicant a corporation organized under the laws of any foreign government?	0	O Y N/A	es	©	No	

O Yes O N/A	⊙ No
O Yes O N/A	⊙ №
O Yes	⊙ No
O Yes	⊙ No
	O N/A O Yes O N/A

37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explination of circumstances.	O Yes	⊙ No
38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances	O Yes	⊙ No
39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhinit, an explanation of the circumstances.	O Yes	⊙ No
40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.		
41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.	⊙ Yes	O No